

PENICUIK COMMUNITY

ALLIANCE *trading as the*

Penicuik Storehouse

Penicuik's proposed new **Bakery, Café, Food Supplier, Indoor Market & Community Shop**

–a new community owned social enterprise, registered with the Financial Conduct Authority under the Industrial & Provident Societies Act 1965 as a community benefit society.

Our registration number is 7199 and the registration date is 28 August 2015

The Alliance is entirely devoted to community benefit and may seek Scottish Charity registration at a later date.

The [Invitation To Buy Shares](#) supersedes the indications given below

Frequently Asked Questions

THE ALLIANCE: INVESTMENT IN OUR COMMUNITY

- Why should I buy shares in Penicuik Community Alliance?
- How much are the shares and how much can I invest?
- What do I get for my investment?
- How much do you need to raise now?
- What about the future?
- Can I buy a share for someone else?
- What are the risks?
- If I buy shares now can I get my money back later?
- What control do I have?
- Who are the people organising this?

THE STOREHOUSE: OUR PLACE OF BUSINESS

- Where will the Storehouse be?
- How are the premises likely to be arranged?
- Who will run the Bakery, the café, the foodshop, and all the other services at the Storehouse?
- How will volunteers be used?
- When is the Storehouse going to open?
- What are the planned opening hours?

- **What name will you trade under?**
- **Will shareholders get a discount?**
- **Will a Breadshare Bakery be at the heart of the Storehouse?**
- **What will the Storehouse sell?**
- **Can you explain more about the proposed Community Shop element at the Storehouse?**
- **Will you be working with partner organisations?**
- **Who will the Storehouse attract?**

THE ALLIANCE: INVESTMENT IN OUR COMMUNITY

Why should I buy shares in Penicuik Community Alliance?

We need your money to help establish a seven days a week local bakery, café and food shop owned by the community, for the benefit of the community. It will help bring fresh, locally sourced and affordable food to Penicuik and provide a hub for wider community involvement in good food affordability and health.

How much are the shares and how much can I invest?

Shares in Penicuik Community Alliance Ltd, the company behind the project, are £25 each and you can invest a maximum of £20,000. The business is set up as a community benefit society. Our Share Prospectus is expected to issue on 4 December.

What do I get for my investment?

You will own shares in Penicuik Community Alliance as a member and will have a part in its actions and success. Interest may be paid from time to time, if the profit is sufficient, however we do not expect to be able to make any payments until at least our fourth year of trading. Your investment should be considered for its social return and the benefit this brings to the community of Penicuik. The shares are non-transferable and cannot be traded.

How much do you need to raise now?

We need to raise community share funding to set the Storehouse going: to acquire the lease to the premises, refit and provide working capital. This can be in the form of shares, grants and loans. For example, in September we applied to Scottish Government for a £150,000 Town Centre Communities Capital Fund grant to reduce our share capital and borrowing requirements. This was approved in principle in November. To get us started we will take out loans from supportive lenders, unless the response to the share issue provides all our needs. We seek a share capital of at least £82,100 to get off the ground and more than £182,100 to be comfortable, with a maximum set at £300,000.

What about the future?

In future years it is possible that we may seek further share capital beyond the current £300,000 maximum limit to expand the business or secure the freehold but this would be subject to new terms and a new prospectus

Can I buy a share for someone else?

You can buy a share or shares for anyone, adult or child 5 and over, and these can be as a gift.

What are the risks?

As with any new business venture there are risks. As a community benefit society the money you pay for the shares is not safeguarded by deposit protection or dispute resolution.

If I buy shares now can I get my money back later?

Your can withdraw your investment after five years at the discretion of the Management Committee, provided that sufficient funds are available.

What control do I have?

As a shareholder you can be nominated as a member of the Management Committee at the Annual General Meeting, and you are entitled to vote. Each shareholder has one vote, regardless of the amount of shares they buy.

Who are the people organising this?

The directors proposing this share offer are local people who believe the business is viable and will be an asset to Penicuik. We began to meet in 2014 to explore the possibility of launching a really high quality low-cost food business from another Penicuik High Street site and in 2015 formed the current interim Management Committee of volunteer directors. We are Colum Beagan, Paul Hayes, Roger Kelly and Judit Lengyel, with support and advice from Derek Mair, Jill Sales, Shuna Anderson, Archie Patterson, Melanie Dunbar and Sean Petit.

OUR PLACE OF BUSINESS: THE STOREHOUSE

Where will the Storehouse be?

Right in the heart of Penicuik running from a main entrance at 22 High Street to another entrance in Bank Street, is the old Nickel and Dime Store, once the Penicuik Co-operative Association's central foodstore and supermarket. The building is still in the ownership of Penicuik Co-op's successors, Scotmid. Here if the Alliance is successful in securing a long lease, the Management Committee will conduct its Storehouse business on behalf of the community and will ensure that it is fully staffed to cover its activities and opening times.

How are the premises likely to be arranged?

On the main ground floor with access from both High Street frontage and Bank Street, we expect to provide the main Storehouse elements of Café, Bakery, Food and Provisions counters, with the Indoor Market towards the back at the Bank Street end. From here and from Bank Street is accessed the first floor, with Community Shop, storage and training areas and community space.

Who will run the Bakery, the café, the foodshop, and all the other services at the Storehouse?

There will be a mix of paid and volunteer staff at the Alliance, drawn from the partner organisations, the Committee, shareholders and the local community. The Bakery and Café will be run in cooperation with Breadshare, the low cost high quality Penicuik Provisions shop and associated cash-and carry will be supplied for the most part by Green City. The Indoor Market stalls will bring stallholders into Storehouse in cooperation with MarketCrafts who operate the Penicuik First Friday Food Market on behalf of Penicuik First BID Ltd. Finally, the [Community Shop](#) will be run as a "beyond food banks" operation by its own staff for referred members within the Penicuik Storehouse.

How will volunteers be used?

Our shop needs volunteers to raise funds, publicise our enterprise, and to staff and support the baking, cooking, cleaning and customer service for the shop and cafe. Volunteers will be vital in extending our community engagement and developing activities around food and eating.

When is the Storehouse going to open?

Our premises, the former Nickel and Dime (the old Penicuik Co-op Association foodstore) at High Street and Bank Street Penicuik, Midlothian EH26 8HS will be secured by lease from

Scotmid as soon as we possibly can. We plan for the shop to open at least for part of its business in March 2016 and the entire ground floor in April.

What are the planned opening hours?

The Storehouse will be open 7am to 7pm Monday to Saturday, and we are considering Sunday opening hours. We will be alert to the need for staff rest days, so Sundays will normally run with a special team. The Community Shop for referred members will be open from 9am to 5pm daily and closed on Sundays.

What name will you trade under?

The Storehouse will include the Penicuik Community Shop, the Penicuik Bakery, the High Street Café and the Penicuik Indoor Market as well as our umbrella business identity as Penicuik Community Alliance.

Will shareholders get a discount?

No, we will not be able to offer shareholders a discount. Our efforts are going into providing a high quality bakery, café and food service to everyone at a reasonable cost. The separate Community Shop element will have its own members and work differently as described below

Will a Breadshare Bakery be at the heart of the Storehouse?

Yes, Breadshare (which this year enjoyed a royal visit and an entire BBC Radio 4 Food Programme) started near Penicuik just a few years ago and earlier this year opened a successful new Edinburgh bakery in Portobello. Breadshare has a long association with Penicuik's VH Saturday Market and the First Friday monthly street market. Breadshare and Storehouse and team has been working to improve the quality of Scotland's bread with Andrew Whitley of BreadMatters near Penicuik and the Real Bread Campaign, with grower and miller Angus McDowall of Mungoswells and with Edinburgh's ancient Baxters (Bakers) Incorporation

What will the Storehouse sell?

The bread we bake, the range of pies, cakes and savouries we make, the tea, coffee, chocolate and soups we make and serve in the café. Fresh eggs. Fresh fruit and vegetables. Local meats and meat products. Dairy products including milk, local butters and cheeses. Good quality juices and drinks. Groceries not otherwise locally available or affordable and dry goods like lentils, flours and rice. We aim to stock as much local and organic food as we can, dependent on season and availability and we will explore opportunities to supply gluten-free products. Our Community Shop will have its own membership and will operate as part of a national chain supported by major national food suppliers.

Can you explain more about the proposed Community Shop element at the Storehouse?

Surplus stock is inevitable in the food supply chain and the Company Shop Community Shop organization works with Britain's biggest retailers, manufacturers and brands, to ensure that wholesome, surplus food reaches people's plates. This stops over 30,000 tonnes of food going to waste every year. There are Community Shops in Rotherham and South London, and 20 more are being rolled out across the UK. In discussions with the organization, we believe that Penicuik could have one as part of our social solidarity Storehouse. There are 3 food banks already operating in the town. The largest is eager to work with us and Company Shop Community Shop. Look at how the model works from the viewpoints of [customers and staff](#) and of [suppliers, food waste and social responsibility](#). The usual Company Shop Community Shop criteria and membership restrictions would of course apply to this element at the Storehouse, which would be well staffed from its own resources. Other elements of the Storehouse especially the café and training areas could be resources naturally shared. The

community shop element remains the most uncertain part of our Storehouse project since the operators now indicate they require major upfront investment.

Will you be working with partner organisations?

Yes. We are delighted to acknowledge the wholehearted support of Penicuik High School in preparing for the Alliance community share launch and the refurbishment and operation of the Storehouse. In our business we intend to partner Breadshare Bakery, Green City, The Lost Garden of Penicuik, and Community Shop, and to source affordable produce from the Secret Herb Garden, Garvald Home Farm, East Coast Organics, Tiphereth Jams, Loch Arthur, Mungoswells Malt and Milling and other like-minded organisations whose produce meets the needs of our customers and the standards we require. Nationally we are members of the [Plunkett Foundation](#), supporting life-changing community co-operatives worldwide.

Who will the Storehouse attract?

We want Storehouse to be really attractive to everyone and a real asset to our Town Centre. We want citizens and visitors to seek it out for the atmosphere it provides and the sheer quality of food and drink it offers at low prices. We want people to come from far and wide to see how good a social solidarity store can be. Architect Alan Thomson of Lee Boyd and designers including [Splintr](#) have been invited to help us create surroundings that are excitingly simple and a pleasure to spend time in.

See the Alliance Storehouse website at www.penicom.net and the accredited [Invitation To Buy Shares](#) which supersedes the indications given here

The launch took place on 20 November 2015 in Penicuik Town Hall

For full information, please see the Penicuik Community Alliance Management Rules as submitted for registration,

our Registration application, our [Business Plan](#) or email us at info@penicom.net



The team at Breadshare Bakery and Café, Portobello

L-R: Alex Crowe-Riddell, Louise McKinlay, Alison Jones, Carl Talbot, Callum Gess, Patrick Winter, Debra Riddell, Sam Ireland-Taylor, Jill Sales, Susan Connarty, Esther Morgan, Geoff Crowe, Beth Brownlee, Jessica Armstrong



Jill Sales (chair, Breadshare CIC), Debra Riddell, HRH Duchess of Rothesay, Geoff Crowe,



L: Angus McDowall (Mungoswells), Andrew Whitley, (BreadMatters), Roger Kelly (Penicuik Trust), Elizabeth Drummond-Young (Edinburgh Baxters), R: Jill Sales, Roger Kelly, Donna McArdle (The Real Junk Food Project), Karen MacGregor (Firstport), Alistair Johnstone (Social Investment Scotland).



L-R: original Penicuik Co-op store at 22 High Street and as the now empty Nickel n Dime; The first Penicuik First Friday Market in June 2015 next to Bank Street and High Street in the Penicuik precinct

Good food can bring life back to Penicuik streets



Company Shop Community shops: see the customers & staff video [here](#) and the suppliers & food waste video [here](#)

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CO-OPERATIVE AND COMMUNITY BENEFIT SOCIETIES ACT 2014

The FCA acknowledges the registration of the following society under the Co-operative and Community Benefit Societies Act 2014 as a **Community Benefit Society**:

Society name: **Penicuik Community Alliance Limited**

Registration number: **7199**

Registration date: **28 August 2015**



[see The Lost Garden of Penicuik and the genesis of the Storehouse idea](#)
[Supporters of Pencuik Community Alliance and the Storehouse project](#)
[BREADSHARE](#) [GREEN CITY](#) [MARKETCRAFT](#) [PENICUIK FIRST BID](#)
[details of the Penicuik Community Development Trust](#)
Penicuik Community Alliance's predecessor: [Penicuik Co-operative Association](#)



Penicuik Community Alliance is a member of

-supporting life-changing community co-operatives worldwide

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